

GUIDELINES FOR COMPLETING THE SR FOCI SUBMISSION PACKAGE

(Two Pages)

Prior to forwarding the SR FOCI Submission Package to the Contracting Officer, the offeror/bidder, or contractor/subcontractor should review the submission to ensure that:

- If the offeror/bidder already has a favorable FOCI determination, just complete, sign, and date the first page of the submission package and return to the Contracting Officer. If an offeror/bidder does not have a favorable FOCI determination, a complete SR FOCI Submission Package must be submitted to the Contracting Officer for processing.
- If the offeror/bidder is owned by a parent organization(s), a separate FOCI Submission Package must be attached for all tier parents, i.e., ultimate parent and any intervening levels of ownership. Each “Certificate Pertaining to Foreign Interests” must be signed and dated by a person authorized to represent and sign for the organization as officially recorded by the organization (that is, in the document which sets forth the terms and conditions of its operation and management--the by-laws, operating agreement, partnership agreement, etc.), or any other employee, identified by name, of the organization if designated in writing by such authorized official as having been delegated authority to execute the “Certificate Pertaining to Foreign Interests” on behalf of the organization.
- The foregoing paragraph also applies to a contractor of any tier possessing a DOE approved facility clearance; however, “Certificate Pertaining to Foreign Interests” does not need to be submitted to SR for any of the contractor's tier parents, if applicable, unless (i) a change(s) has occurred in the extent and nature of FOCI which would affect the answers provided to the questions in the parent's previously provided FOCI certification; (ii) a change in ownership or control has occurred; (iii) five years have elapsed since the parent's previously provided FOCI representations and certification were executed; or (iv) SR has advised the contractor that it considers a relevant change in the nature of FOCI has occurred and has requested comprehensive FOCI representations and certification for the tier parent(s).
- In addition to the executed “Certificate Pertaining to Foreign Interests”, an offeror/bidder and, if applicable, its tier parents, must also submit the following to the Contracting Officer, or a contractor with a DOE approved facility clearance and, if applicable, its tier parents should also submit the following to SR:
 1. A copy of the U.S. company's certificate of incorporation, articles of incorporation and an attested copy of the U.S. company's by-laws, or similar documents filed for the U.S. company's existence and management, and all amendments to those documents. **NOTE:** A contractor with a DOE approved facility clearance and, if applicable, its tier parents do not need to provide these documents unless (i) the U.S. company's articles of incorporation and by-laws, or similar documents filed for the U.S. company's existence and management, have been amended; or (ii) SR has requested the documents.

2. Financial information and statements for the organization's most recently closed accounting year.

- a. Publicly-traded companies (whether the ultimate parent, intermediate parent, or subsidiary) should submit its annual report and securities and exchange commission form 10-K report for the most recently closed accounting year as well as its most recent proxy statement for the annual meeting of stockholders.

If the company's stock is not publicly traded but the company has publicly-traded debt, the company should submit its Security and Exchange Commission Form 10-K report for the most recently closed accounting year.

- b. Privately-owned companies (whether the ultimate parent, intermediate parent, or subsidiary) must submit financial information (i.e., to include the accounts of the company and its subsidiary companies) for the most recently closed accounting year. The financial information must be prepared and presented in accordance with generally accepted accounting principles as established by the financial accounting standards board, to include accompanying footnote disclosures. If available, audited financial information should be provided. If audited financial information is not available, unaudited information should be provided, but only if accompanied by a certification attesting to the unavailability of audited information.

3. Listing of Key Management Personnel (KMP).

The contractor and all tier parents must submit a list identifying their respective organization's owners, owner's representatives, officers, directors, executive personnel, and facility security officer, to include their complete names (spell out middle name, if none put (NMN)); social security numbers; date and place of birth (city and state); citizenship; titles of all positions they hold within the organization; and what clearances, if any, they possess or are in the process of obtaining and identification of the government agency(ies) that granted or will be granting those clearances.

If any position is vacant, so state.

For sole proprietorships operating in community property states (Arizona, California, Idaho, Louisiana, Nevada, New Mexico, Texas, Washington, or Wisconsin), information on the sole proprietor's spouse, if applicable, must also be provided on the KMP listing.

With respect to the U.S. organization's owners, publicly-traded companies do not need to provide all identifying information on its owners as required on the KMP listing unless those individuals are KMPs of the U.S. organization. However, publicly-traded companies should provide the most recent copies of any Schedules 13D and/or 13G received from any beneficial owners (foreign or domestic) who hold 5 percent or more of any class of the U.S. organization's securities.